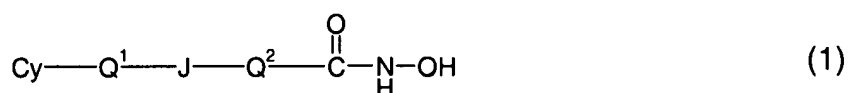


**IN THE CLAIMS:**

Amend the claims as follows.

Claim 1-61. (Canceled)

62. (New) A compound of the formula:



wherein:

J is a linking functional group and is independently:

-C(=O)- or -O-C(=O)- or -C(=O)-O-;

Cy is a cyclyl group and is independently:

C<sub>3-20</sub>carbocyclyl, C<sub>3-20</sub>heterocyclyl, or C<sub>5-20</sub>aryl;

and is optionally substituted;

Q<sup>1</sup> is a cyclyl leader group, and is independently a divalent bidentate group obtained by removing two hydrogen atoms from a ring carbon atom of a saturated monocyclic hydrocarbon having from 4 to 7 ring atoms, or by removing two hydrogen atoms from a ring carbon atom of saturated monocyclic heterocyclic compound having from 4 to 7 ring atoms including 1 nitrogen ring atom or 1 oxygen ring atom; and is optionally substituted;

Q<sup>2</sup> is an acid leader group, and is independently:

C<sub>1-8</sub>alkylene;

and is optionally substituted;

or:

Q<sup>2</sup> is an acid leader group, and is independently:

C<sub>5-20</sub>arylene;

C<sub>5-20</sub>arylene-C<sub>1-7</sub>alkylene;

C<sub>1-7</sub>alkylene-C<sub>5-20</sub>arylene; or,

C<sub>1-7</sub>alkylene-C<sub>5-20</sub>arylene-C<sub>1-7</sub>alkylene;

and is optionally substituted;

and pharmaceutically acceptable salts, solvates, amides, esters, ethers, chemically protected forms, and prodrugs thereof.

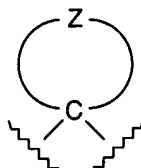
63. (New) A compound according to claim 62, wherein J is -O-C(=O)- or -C(=O)-O-.

64. (New) A compound according to claim 62, wherein J is -O-C(=O)-.

65. (New) A compound according to claim 62, wherein J is -C(=O)-O-.

66. (New) A compound according to claim 62, wherein J is -C(=O)-.

67. (New) A compound according to claim 62, wherein  $Q^1$  is independently a group of the formula:



wherein:

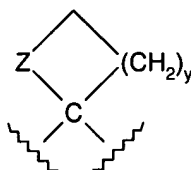
the ring independently has from 4 to 7 ring atoms;

Z is independently  $-CH_2-$ ,  $-N(R^N)-$  or  $-O-$ ;

$R^N$ , if present, is independently  $-H$ ,  $C_{1-7}$ alkyl,  $C_{5-20}$ aryl- $C_{1-7}$ alkyl,  $C_{3-20}$ heterocyclyl, or  $C_{5-20}$ aryl; and

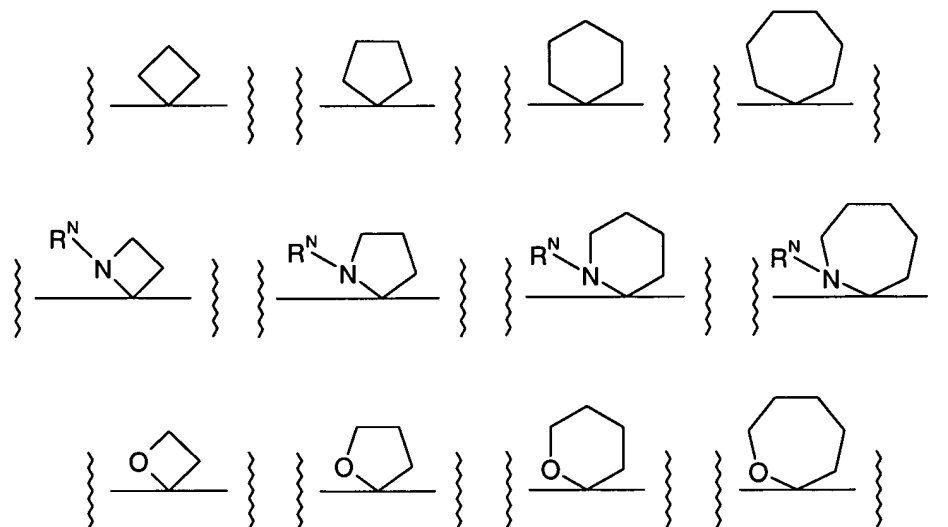
$Q^1$  is optionally further substituted.

68. (New) A compound according to claim 67, wherein  $Q^1$  is independently a group of the formula:

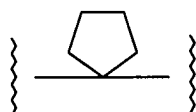


wherein y is independently 1, 2, 3, or 4.

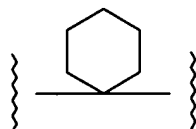
69. (New) A compound according to claim 68, wherein  $Q^1$  is independently selected from:



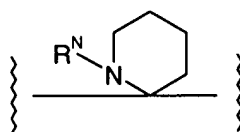
70. (New) A compound according to claim 69, wherein  $Q^1$  is independently:



71. (New) A compound according to claim 69, wherein  $Q^1$  is independently:



72. (New) A compound according to claim 69, wherein  $Q^1$  is independently:



73. (New) A compound according to claim 67, wherein  $R^N$ , if present, is independently selected from: -H, -Me, -Et, -Ph, and -CH<sub>2</sub>-Ph.

74. (New) A compound according to claim 67, wherein  $R^N$ , if present, is independently -H.

75. (New) A compound according to claim 62, wherein substituents on  $Q^1$ , if present, are independently selected from:

-F, -Cl, -Br, -I, -OH, -OMe, -OEt, -O(iPr), -Ph, -C(=O)Me, -NH<sub>2</sub>, -NMe<sub>2</sub>, -NEt<sub>2</sub>, morpholino, -CONH<sub>2</sub>, -CONMe<sub>2</sub>, -NHCOMe, and =O;

and wherein, if a substituent is on an arylene group, it may additionally be selected from: -Me, -Et, -iPr, -tBu, -CF<sub>3</sub>.

76. (New) A compound according to claim 62, wherein Cy is independently C<sub>3-20</sub>carbocyclyl; and is optionally substituted.

77. (New) A compound according to claim 62, wherein Cy is independently C<sub>3-20</sub>heterocyclyl; and is optionally substituted.

78. (New) A compound according to claim 62, wherein Cy is independently C<sub>5-20</sub>aryl; and is optionally substituted.

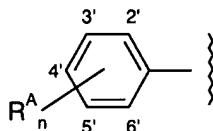
79. (New) A compound according to claim 62, wherein Cy is independently C<sub>5-20</sub>carboaryl or C<sub>5-20</sub>heteroaryl; and is optionally substituted.

80. (New) A compound according to claim 62, wherein Cy is independently C<sub>5-20</sub>aryl derived from one of the following:

benzene, pyridine, furan, indole, pyrrole, imidazole, naphthalene, quinoline, benzimidazole, benzothiofuran, fluorene, acridine, and carbazole; and is optionally substituted.

81. (New) A compound according to claim 62, wherein Cy is independently C<sub>5-20</sub>aryl derived from benzene and is optionally substituted.

82. (New) A compound according to claim 62, wherein Cy is independently an optionally substituted phenyl group of the formula:



wherein n is independently an integer from 0 to 5, and each R<sup>A</sup> is independently a substituent.

83. (New) A compound according to claim 82, wherein n is 0.

84. (New) A compound according to claim 82, wherein n is 1, and the R<sup>A</sup> group is in the 4'-position.

85. (New) A compound according to claim 82, wherein n is 2, and one R<sup>A</sup> group is in the 4'-position, and the other R<sup>A</sup> group is in the 2'-position.

86. (New) A compound according to claim 82, wherein n is 2, and one R<sup>A</sup> group is in the 4'-position, and the other R<sup>A</sup> group is in the 3'-position.

87. (New) A compound according to claim 62, wherein each of the substituents on Cy, if present, is independently selected from:

- (1) ester;
- (2) amido;
- (3) acyl;
- (4) halo;
- (5) hydroxy;
- (6) ether;
- (7) C<sub>1-7</sub>alkyl; substituted C<sub>1-7</sub>alkyl;
- (8) C<sub>5-20</sub>aryl; substituted C<sub>5-20</sub>aryl;
- (9) sulfonyl;
- (10) sulfonamido.

88. (New) A compound according to claim 62, wherein each of the substituents on Cy, if present, is independently selected from:

- (1) -C(=O)OR<sup>1</sup>, wherein R<sup>1</sup> is independently C<sub>1-7</sub>alkyl as defined in (7);

(2)  $-C(=O)NR^2R^3$ , wherein each of  $R^2$  and  $R^3$  is independently -H or

$C_{1-7}$ alkyl as defined in (7);

(3)  $-C(=O)R^4$ , wherein  $R^4$  is independently  $C_{1-7}$ alkyl as defined in (7) or  $C_{5-}$

$_{20}$ aryl as defined in (8);

(4) -F, -Cl, -Br, -I;

(5) -OH;

(6)  $-OR^5$ , wherein  $R^5$  is independently  $C_{1-7}$ alkyl as defined in (7) or

$C_{5-20}$ aryl as defined in (8);

(7)  $C_{1-7}$ alkyl; substituted  $C_{1-7}$ alkyl;

halo- $C_{1-7}$ alkyl;

amino- $C_{1-7}$ alkyl;

carboxy- $C_{1-7}$ alkyl;

hydroxy- $C_{1-7}$ alkyl;

$C_{1-7}$ alkoxy- $C_{1-7}$ alkyl;

$C_{5-20}$ aryl- $C_{1-7}$ alkyl;

(8)  $C_{5-20}$ aryl; substituted  $C_{5-20}$ aryl;

(9)  $-SO_2R^7$ , wherein  $R^7$  is independently  $C_{1-7}$ alkyl as defined in (7) or  $C_{5-}$

$_{20}$ aryl as defined in (8);

(10)  $-SO_2NR^8R^9$ , wherein each of  $R^8$  and  $R^9$  is independently -H or

$C_{1-7}$ alkyl as defined in (7).

89. (New) A compound according to claim 62, wherein each of the substituents on Cy, if present, is independently selected from:



- (1) -C(=O)OMe, -C(=O)OEt, -C(=O)OPr, -C(=O)OiPr, -C(=O)OnBu,  
-C(=O)OsBu, -C(=O)OiBu, -C(=O)OtBu, -C(=O)OnPe;  
-C(=O)OCH<sub>2</sub>CH<sub>2</sub>OH, -C(=O)OCH<sub>2</sub>CH<sub>2</sub>OMe, -C(=O)OCH<sub>2</sub>CH<sub>2</sub>OEt;  
(2) -(C=O)NH<sub>2</sub>, -(C=O)NMe<sub>2</sub>, -(C=O)NEt<sub>2</sub>, -(C=O)N(iPr)<sub>2</sub>,  
-(C=O)N(CH<sub>2</sub>CH<sub>2</sub>OH)<sub>2</sub>;  
(3) -(C=O)Me, -(C=O)Et, -(C=O)-cHex, -(C=O)Ph;  
(4) -F, -Cl, -Br, -I;  
(5) -OH;  
(6) -OMe, -OEt, -OiPr, -OtBu, -OPh;  
-OCF<sub>3</sub>, -OCH<sub>2</sub>CF<sub>3</sub>;  
-OCH<sub>2</sub>CH<sub>2</sub>OH, -OCH<sub>2</sub>CH<sub>2</sub>OMe, -OCH<sub>2</sub>CH<sub>2</sub>OEt;  
-OCH<sub>2</sub>CH<sub>2</sub>NH<sub>2</sub>, -OCH<sub>2</sub>CH<sub>2</sub>NMe<sub>2</sub>, -OCH<sub>2</sub>CH<sub>2</sub>N(iPr)<sub>2</sub>;  
-OPh, -OPh-Me, -OPh-OH, -OPh-OMe, O-Ph-F, -OPh-Cl, -OPh-Br, -OPh-  
I;  
(7) -Me, -Et, -nPr, -iPr, -nBu, -iBu, -sBu, -tBu, -nPe;  
-CF<sub>3</sub>, -CH<sub>2</sub>CF<sub>3</sub>;  
-CH<sub>2</sub>CH<sub>2</sub>OH, -CH<sub>2</sub>CH<sub>2</sub>OMe, -CH<sub>2</sub>CH<sub>2</sub>OEt;  
-CH<sub>2</sub>CH<sub>2</sub>NH<sub>2</sub>, -CH<sub>2</sub>CH<sub>2</sub>NMe<sub>2</sub>, -CH<sub>2</sub>CH<sub>2</sub>N(iPr)<sub>2</sub>;  
-CH<sub>2</sub>-Ph;  
(8) -Ph, -Ph-Me, -Ph-OH, -Ph-OMe, -Ph-F, -Ph-Cl, -Ph-Br, -Ph-I;  
(9) -SO<sub>2</sub>Me, -SO<sub>2</sub>Et, -SO<sub>2</sub>Ph;  
(10) -SO<sub>2</sub>NH<sub>2</sub>, -SO<sub>2</sub>NMe<sub>2</sub>, -SO<sub>2</sub>NEt<sub>2</sub>.

90. (New) A compound according to claim 62, wherein each of the substituents on Cy, if present, is independently selected from:

-C(=O)OMe, -OMe, -C(=O)Me, -SO<sub>2</sub>Me, -SO<sub>2</sub>NMe<sub>2</sub>, -C(=O)NH<sub>2</sub>, -OCF<sub>3</sub>,  
and -CH<sub>2</sub>CH<sub>2</sub>OH.

91. (New) A compound according to claim 62, wherein the acid leader group, Q<sup>2</sup>, is independently:

C<sub>5-20</sub>arylene;

and is optionally substituted.

92. (New) A compound according to claim 62, wherein Q<sup>2</sup> is independently C<sub>5-6</sub>arylene; and is optionally substituted.

93. (New) A compound according to claim 62, wherein Q<sup>2</sup> is independently phenylene; and is optionally substituted.

94. (New) A compound according to claim 93, wherein the phenylene linkage is meta or para.

95. (New) A compound according to claim 93, wherein the phenylene linkage is meta.

96. (New) A compound according to claim 93, wherein the phenylene linkage is para.

97. (New) A compound according to claim 91, wherein  $Q^2$  is independently unsubstituted.

98. (New) A compound according to claim 62, wherein the acid leader group,  $Q^2$ , is independently:

$C_{1-8}$ alkylene;

and is optionally substituted.

99. (New) A compound according to claim 62, wherein  $Q^2$  is independently:

(a) a saturated  $C_{1-7}$ alkylene group; or:

(b) a partially unsaturated  $C_{2-7}$ alkylene group; or:

(c) an aliphatic  $C_{1-7}$ alkylene group; or:

(d) a linear  $C_{1-7}$ alkylene group; or:

(e) a branched  $C_{2-7}$ alkylene group; or:

(f) a saturated aliphatic  $C_{1-7}$ alkylene group; or:

(g) a saturated linear  $C_{1-7}$ alkylene group; or:

(h) a saturated branched  $C_{2-7}$ alkylene group; or:

(i) a partially unsaturated aliphatic  $C_{2-7}$ alkylene group; or:

(j) a partially unsaturated linear  $C_{2-7}$ alkylene group; or:

(k) a partially unsaturated branched  $C_{2-7}$ alkylene group;

and is optionally substituted.

100. (New) A compound according to claim 62, wherein  $Q^2$  is independently selected from:

$-(CH_2)_5-$ ;  $-(CH_2)_6-$ ;  $-(CH_2)_7-$ ; and  $-(CH_2)_8-$ .

101. (New) A compound according to claim 62, wherein  $Q^2$  is independently:

$C_{5-20}$ arylene- $C_{1-7}$ alkylene;

$C_{1-7}$ alkylene- $C_{5-20}$ arylene; or,

$C_{1-7}$ alkylene- $C_{5-20}$ arylene- $C_{1-7}$ alkylene;

and is optionally substituted.

102. (New) A compound according to claim 62, wherein  $Q^2$  is independently:

$C_{5-6}$ arylene- $C_{1-7}$ alkylene;

$C_{1-7}$ alkylene- $C_{5-6}$ arylene; or,

$C_{1-7}$ alkylene- $C_{5-6}$ arylene- $C_{1-7}$ alkylene;

and is optionally substituted.

103. (New) A compound according to any claim 62, wherein  $Q^2$  is independently:

phenylene- $C_{1-7}$ alkylene;

$C_{1-7}$ alkylene-phenylene; or,

$C_{1-7}$ alkylene-phenylene- $C_{1-7}$ alkylene;

and is optionally substituted.

104. (New) A compound according to claim 62, wherein  $Q^2$  independently has a backbone of from 5 to 6 atoms.

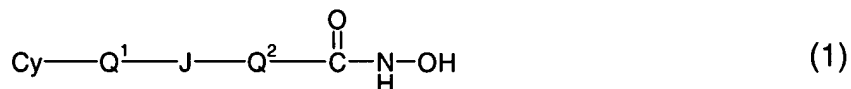
105. (New) A compound according to claim 62, wherein each of the substituents on  $Q^2$ , if present, is independently selected from:

halo, hydroxy, ether,  $C_{1-7}$ alkoxy,  $C_{5-20}$ aryl, acyl, amino, amido, acylamido, nitro, and oxo; and wherein, if a substituent is on an arylene group, it may additionally be selected from:  $C_{1-7}$ alkyl and substituted  $C_{1-7}$ alkyl.

106. (New) A compound according to claim 62, wherein each of the substituents on  $Q^2$ , if present, is independently selected from:

-F, -Cl, -Br, -I, -OH, -OMe, -OEt, -O(iPr), -Ph, -C(=O)Me, -NH<sub>2</sub>, -NMe<sub>2</sub>, -NEt<sub>2</sub>, morpholino, -CONH<sub>2</sub>, -CONMe<sub>2</sub>, -NHCOMe, -NO<sub>2</sub>, and =O; and wherein, if a substituent is on an arylene group, it may additionally be selected from: -Me, -Et, -iPr, -tBu, -CF<sub>3</sub>.

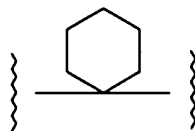
107. (New) A compound of the formula:



wherein:

J is independently: -C(=O)-O-;

Q<sup>1</sup> is independently:



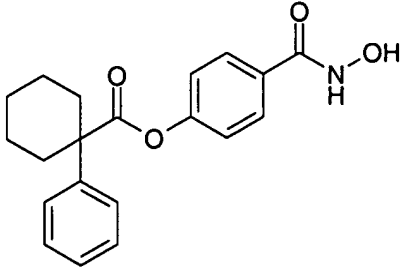
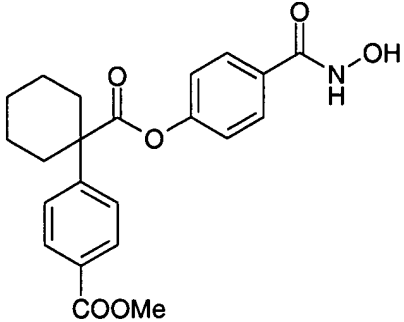
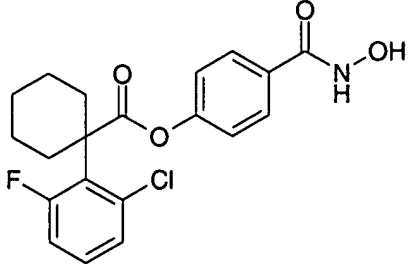
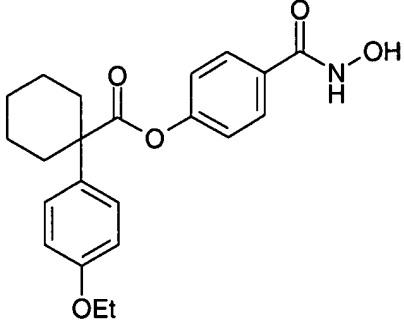
Q<sup>2</sup> is phenylene, and is optionally substituted;

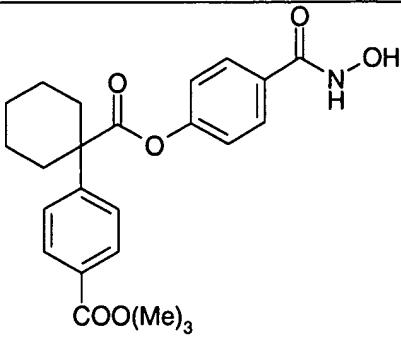
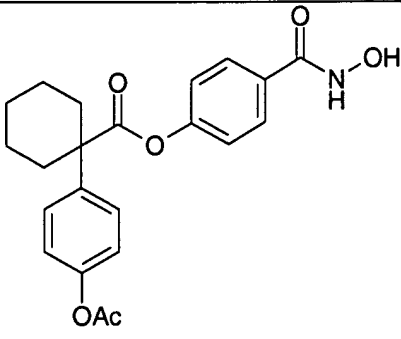
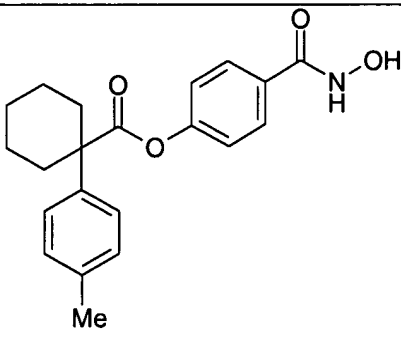
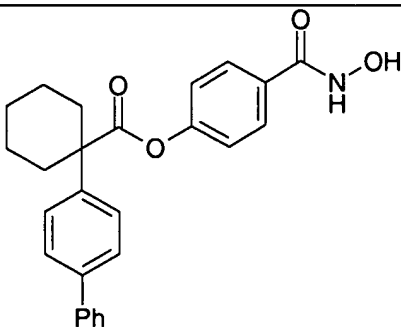
Cy is phenyl, and is optionally substituted;

and pharmaceutically acceptable salts, solvates, amides, esters, ethers, chemically protected forms, and prodrugs thereof.

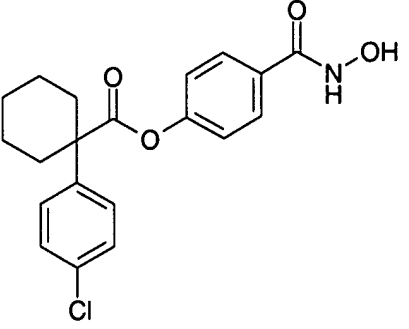
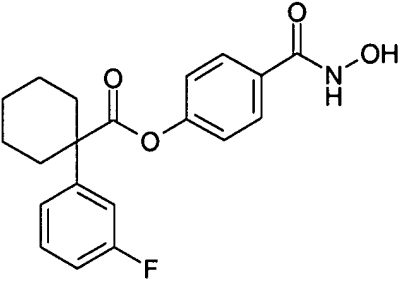
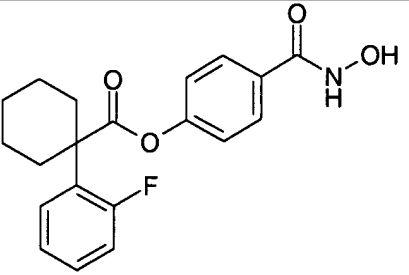
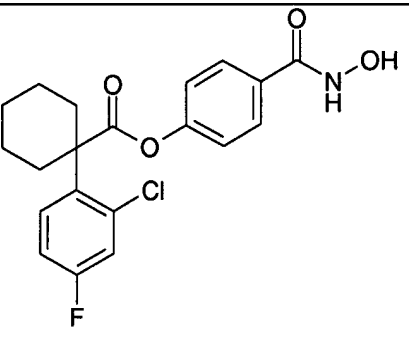
108. (New) A compound selected from the following compounds, and pharmaceutically acceptable salts, solvates, amides, esters, ethers, chemically protected forms, and prodrugs thereof:

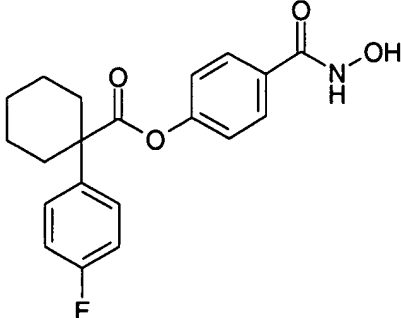
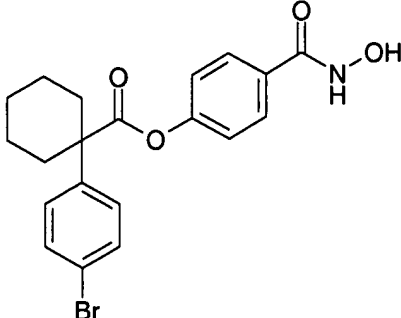
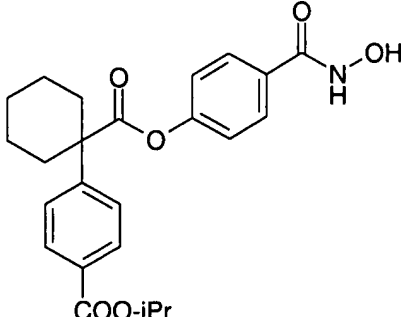
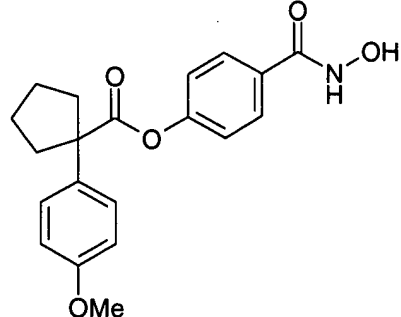
1		PX118478
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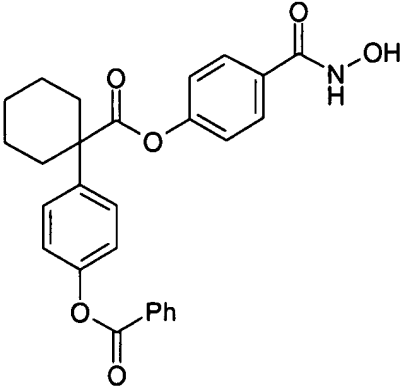
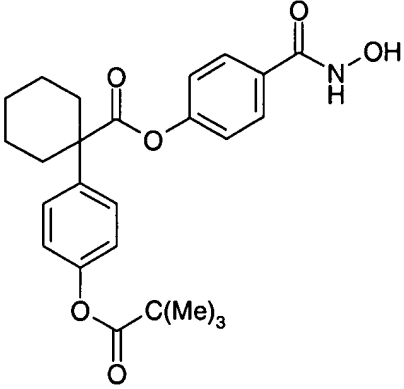
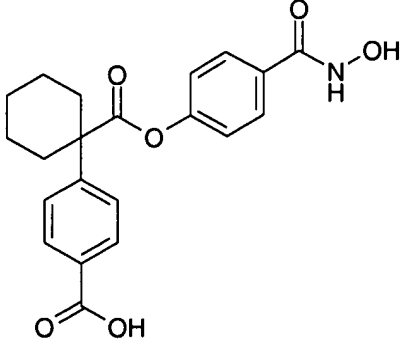
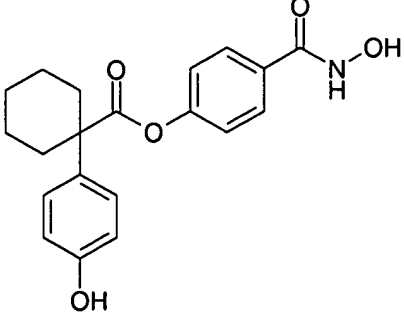
2		PX118479
3		PX118480
4		PX119101
5		PX118925

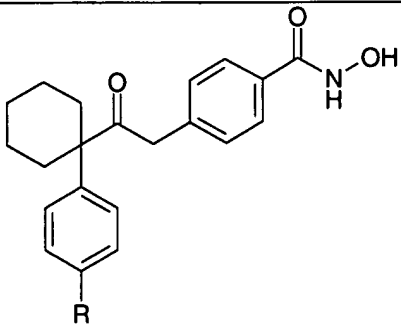
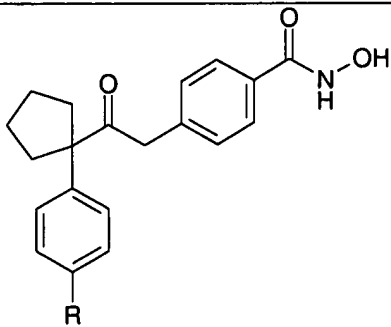
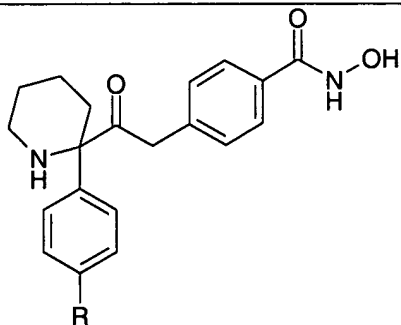
6		PX118926
7		PX118959
8		PX118966
9		PX119058



10	 <chem>O=C(Oc1ccc(N=O)cc1)C2(CCC(C)CC2)c3ccc(Cl)cc3</chem>	PX119059
11	 <chem>O=C(Oc1ccc(N=O)cc1)C2(CCC(C)CC2)c3ccccc3F</chem>	PX119061
12	 <chem>O=C(Oc1ccc(N=O)cc1)C2(CCC(C)CC2)c3ccccc3F</chem>	PX119062
13	 <chem>O=C(Oc1ccc(N=O)cc1)C2(CCC(C)CC2)c3cc(F)ccc3Cl</chem>	PX119064

14		PX119065
15		PX119084
16		PX119100
17		PX119063

18		PX119085
19		PX119086
20		PX119102
21		PX119103

22		
23		
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109. (New) A composition comprising a compound according to claim 62 and a pharmaceutically acceptable carrier.

110. (New) A method inhibiting HDAC in a cell comprising said cell with an effective amount of a compound according to claim 62.

111. (New) A method for the treatment of a condition mediated by HDAC comprising administering to a subject suffering from a condition mediated by HDAC a therapeutically-effective amount of a compound according to claim 62.

112. (New) A method for the treatment of a proliferative condition comprising administering to a subject suffering from a proliferative condition a therapeutically-effective amount of a compound according to claim 62.

113. (New) A method for the treatment of cancer comprising administering to a subject suffering from cancer a therapeutically-effective amount of a compound according to claim 62.

114. (New) A method for the treatment of psoriasis comprising administering to a subject suffering from psoriasis a therapeutically-effective amount of a compound according to claim 62.